

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. GRACE & CO., et al., ¹)	Case No. 01-1139 (JKF)
)	Jointly Administered
)	
)	
Debtors.)	Objection Deadline: June 10, 2003 at 4:00 p.m.
)	Hearing Date: September 22, 2003 at 12:00 p.m.
)	

**QUARTERLY APPLICATION OF
BANKRUPTCY MANAGEMENT CORPORATION
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS CLAIMS RECONCILIATION
AND SOLICITATION CONSULTANT TO THE DEBTORS FOR THE
EIGHTH QUARTERLY INTERIM PERIOD (JANUARY 1, 2003 THROUGH MARCH 31, 2003)**

Name of Applicant:	Bankruptcy Management Corporation ("BMC")
Authorized to Provide Professional Services to:	The above-captioned debtors and debtors in possession.
Date of Retention:	Retention Order entered May 8, 2002; effective as of April 4, 2002
Period for which Compensation and Reimbursement is Sought:	January 1, 2003 through March 31, 2003
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$229,500.25
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$ 9,928.31

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food =N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dexton International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

This is a: ☐ Monthly Application ☒ Quarterly Application ☐ Final Application

The total time expended for preparation of this fee application is approximately 12.0 hours and the corresponding compensation requested is approximately \$2,520.00.²

This Quarterly Application filed by BMC is for the 8th Quarterly Interim Period.

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
3/4/2003	4/4/2002-4/30/2002	\$18,913.50	\$1,420.00	Pending	Pending
3/4/2003	5/1/2002-5/31/2002	\$46,559.00	\$2,781.83	Pending	Pending
3/4/2003	6/1/2002-6/30/2002	\$42,162.00	\$3,538.24	Pending	Pending
3/4/2003	2 nd Quarter 2002	\$107,634.50	\$7,740.07	Pending	Pending
3/4/2003	7/1/2002-7/31/2002	\$48,181.75	\$10,701.48	Pending	Pending
3/4/2003	8/1/2002-8/31/2002	\$48,729.50	\$1,891.32	Pending	Pending
3/4/2003	9/1/2002-9/30/2002	\$55,850.00	\$2,743.43	Pending	Pending
3/4/2003	3 rd Quarter 2002	\$152,761.25	\$15,336.23	Pending	Pending
3/4/2003	10/1/2002-10/31/2002	\$95,621.50	\$3,384.85	Pending	Pending
3/4/2003	11/1/2002-11/30/2002	\$49,215.25	\$2,658.68	Pending	Pending
3/4/2003	12/1/2002-12/31/2002	\$46,683.00	\$850.00	Pending	Pending
3/4/2003	4 th Quarter 2002	\$191,519.75	\$6,893.53	Pending	Pending
5/15/03	1/1/2003-1/31/2003	\$74,318.00	\$1,229.90	Pending	Pending
5/15/03	2/1/2003-2/28/2003	\$82,610.00	\$4,837.69	Pending	Pending
5/15/03	3/1/2003-3/31/2003	\$72,572.25	\$3,860.72	Pending	Pending

BIOGRAPHICAL INFORMATION

Name of Professional Person	Position with Applicant, Number of Years in Position, Prior Relevant Experience, Licenses and Year Obtained, Area of Expertise	Hourly Billing Rate (Including Changes)	Total Hours Billed	Total Compensation
Sean A. Allen	President and co-founder of BMC, 5 years; 7 years prior bankruptcy experience	\$275.00	0.7	\$ 192.50
Julia Hasenzahl	Principal, 3 years; former Assistant Director and National Manager-Shared Services Functions, Ernst & Young LLP	\$275.00	35.9	9,872.50
Trevor L. Allen	Technology Manager, 4 years; 15 years technology, systems support and management	\$175.00	1.0	175.00
Martha Araki	Senior Bankruptcy Consultant, 4 years; 17 years bankruptcy experience	\$210.00	142.6	29,946.00
Roy Baez	Case Support Clerk, 4 years	\$65.00	1.4	91.00

² The actual number of hours expended in preparing this fee application and the corresponding compensation requested will be set forth in BMC's subsequent fee applications.

Lauri Bogue	Reconciliation Consultant, 1 year; 4 years prior bankruptcy experience	\$110.00	115.7	12,727.00
Mike Booth	Claims Reconciliation Manager, 11 months; 4 years bankruptcy experience	\$165.00	8.6	1,419.00
Brendan Bosack	Senior Data Consultant, 3 years; former application project manager for a claims agent; 7 years prior experience in bankruptcy data, application development and reporting	\$175.00	39.0	6,825.00
Igor Braude	BMC Technology Consultant, 1 year	\$125.00	0.8	100.00
Trina Carter	Case Information Clerk, 1 year	\$45.00	0.2	9.00
Steffanie Cohen	Reconciliation Consultant, 6 months; 2 years prior bankruptcy experience	\$110.00	59.8	6,578.00
Brad Daniel	Senior Data Consultant, 5 years; former Software Development Project Manager, Swedelson & Gottlieb; 7 years bankruptcy and legal industry experience	\$200.00	0.4	80.00
Diane George	Data Consultant, 3 years; 2 years prior bankruptcy experience	\$140.00	10.6	1,484.00
Sheila Goold	Consultant, 5 years; 2 years prior legal industry experience	\$125.00	0.1	12.50
Mike Grimmatt	Data Consultant, 6 months; 12 years prior experience bankruptcy and data programming	\$175.00	110.9	19,407.50
Mike Grimmatt	Travel Time	\$87.50	17.5	1,531.25
Yvette Hassman	Case Support Associate, 1 month; 3 years prior bankruptcy case support experience	\$95.00	5.2	494.00
Steven Heathcock	Data Consultant, 2 years; former Consultant, Adept Consulting LLC; 15 years prior experience as Systems Engineer	\$150.00	50.2	7,530.00
Sue Herrschaft	Senior Consultant, 6 months; former Operations Manager, Audit Division, Arthur Andersen-LA; 10 years prior experience in risk management and quality assurance	\$210.00	555.1	116,571.00
Sue Herrschaft	Travel Time	\$105.00	23.0	2,415.00
Myrtle John	Senior Bankruptcy Consultant, 2 years; 25 years experience in bankruptcy and other legal practice areas	\$195.00	1.2	234.00
Gunther Kruse	Consultant, 4 months; 8 years prior experience in IT industry as database administrator and network manager	\$150.00	3.1	465.00
Elaine Lane	Senior Consultant, 4 months; 1 year prior experience as an attorney; 9 years prior experience in the legal field	\$175.00	0.3	52.50
Terri Marshall	Senior Consultant, 11 months; 4 years prior bankruptcy experience	\$185.00	0.2	37.00
Kevin Martin	Consultant, 5 months; 6 years prior experience in financial services; 2 years prior experience in mergers/acquisitions	\$135.00	2.0	270.00
James Myers	Case Support Clerk, 3 years	\$65.00	7.4	481.00
Lisa Ruppaner	Case Support Associate, 1 year	\$95.00	39.5	3,752.50

Eva Valles	Case Support Associate, 2 years; 20 years prior bankruptcy experience	\$90.00	18.1	1,629.00
Heather Walker	Case Information Clerk, 1 year	\$65.00	2.6	169.00
Anna Wick	Data Consultant, 7 months	\$110.00	45.0	4,950.00

Grand Total:	Fees: \$ 229,500.25	Hours: 1,298.1
Blended Rate:	\$176.80	

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Fees
Asbestos Claims	32.1	6,151.50
Case Administration	552.3	106,653.00
Data Analysis	233.1	38,293.00
Fee Applications-Applicant	145.2	30,287.50
Non-Asbestos Claims	294.9	44,169.00
Travel – Non Working	40.5	3,946.25
Total	1,298.1	\$229,500.25

EXPENSE SUMMARY

Expense Category	Service Provider (If Applicable)	Total Expenses
b-Linx/Data Storage	BMC	\$2,550.00
Document Storage	BMC	1,145.50
Airline	Various	1,506.00
Dinner	Various	193.77
Lodging	Various	653.60
Lunch		40.22
Parking	Various	139.34
Rental Vehicle		94.99
Total		\$6,323.42

PRODUCTION EXPENSE SUMMARY

Date of Mailing	Service Provider (If Applicable)	Total Expenses
2/14/2003	BMC	\$3,514.26
2/25/2003	BMC	90.63
Total		\$3,604.89

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05/15/2003

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NO.284 0003

WHEREFORE, BMC respectfully requests:

(a) that an allowance be made to it in the aggregate of \$193,528.31, which is comprised of:

(i) 80% of the fees rendered by BMC to the Debtors for reasonable and necessary professional services during the Fee Period (80% of \$229,500.25 - \$183,600.20); and

(ii) 100% of the actual and necessary costs and expenses incurred by BMC during the Fee Period (\$9,928.31);

(c) that both the fees and expenses are payable as an administrative expense of the Debtors' estates; and

(c) for such other and further relief as the Court deems just and proper.

Dated: May 15, 2003

BANKRUPTCY MANAGEMENT CORPORATION

By: 

SEAN A. ALLEN, President
6096 Upland Terrace South
Seattle, Washington 98118
Telephone: (206) 725-5405
Telecopier: (206) 374-2727

Claims Reconciliation and Solicitation Consultant
to the Debtors and Debtors in Possession

05/15/2003 12:05

NO.284 P002

VERIFICATION

STATE OF

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ss.

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COUNTY OF

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SEAN A. ALLEN, after being duly sworn, deposes and says:

1. I am the President of Bankruptcy Management Corporation, the applicant herein ("BMC"), the Claims Reconciliation and Solicitation Consultant to the debtors and debtors in possession herein (the "Debtors"). Except as otherwise noted, I have personal knowledge of the matters set forth herein.

2. I have personally reviewed the consulting services rendered by BMC as Claims Reconciliation and Solicitation Consultant to the Debtors and am thoroughly familiar with the other work performed on behalf of the Debtors by other consultants and employees of BMC.

3. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Attached hereto are the following Exhibits: Exhibit 1 - Consolidated Fee Invoice for the Eighth Quarter comprised of a detail of time expended and Professional Activity Summary; and Exhibit 2 - Monthly Expense Invoices for the Eighth Quarter comprised of (i) an Expense Invoice and Detail for each month and (ii) a Production Invoice and Detail. Moreover, I have reviewed the Local Bankruptcy Rules for the District of Delaware and the 'Amended Administrative Order Under 11 U.S.C. §§103(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members,' signed April 17, 2002, and submit that the Application herein substantially complies with such Rules and Order.


SEAN A. ALLEN

SWORN AND SUBSCRIBED to before me
this ____ day of _____, 2003

Notary Public
My Commission Expires: _____